

F99000004100

CORPORATE
ACCESS,
INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 - Fax (850) 222-1666

WALK IN

PICK UP

11/1/99

(Handwritten signature)

CERTIFIED COPY

CUS

G.S.

PHOTO COPY

FILING

Amendment

1.) Pasco Acquisition, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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*****43.75 *****43.75

FILED
99 NOV -1 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 NOV -1 AM 10:38
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

N.C.

C. COULLIETTE NOV 0 1 1999

SPECIAL INSTRUCTIONS

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. PASCO ACQUISITION, INC.
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE 3. August 10, 1999
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGE§)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? October 6, 1999

5. Vitality Beverages, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

New Jurisdiction

FILED
99 NOV -1 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Signature

10/29/99
Date

Kimberly S. Johnson
Typed or printed name

Treasurer
Title

State of Delaware
Office of the Secretary of State

PAGE 1

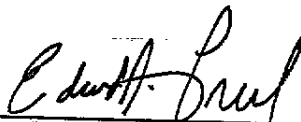
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "PASCO ACQUISITION, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "VITALITY BEVERAGES, INC.", THE SIXTH DAY OF OCTOBER, A.D. 1999, AT 6 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



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Edward J. Freel, Secretary of State

AUTHENTICATION:

0054513

DATE:

10-29-99